

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SONTERRA CAPITAL MASTER FUND,
LTD., HAYMAN CAPITAL MANAGEMENT,
L.P., AND CALIFORNIA STATE TEACHERS'
RETIREMENT SYSTEM, on behalf of
themselves and all others similarly situated,

Plaintiffs,

- against -

UBS AG, UBS SECURITIES JAPAN CO. LTD.,
MIZUHO BANK, LTD., THE BANK OF TOKYO-
MITSUBISHI UFJ, LTD., THE SUMITOMO
TRUST AND BANKING CO., LTD., THE
NORINCHUKIN BANK, MITSUBISHI UFJ
TRUST AND BANKING CORPORATION,
SUMITOMO MITSUI BANKING
CORPORATION, RESONA BANK, LTD., J.P.
MORGAN CHASE & CO., JPMORGAN CHASE
BANK, NATIONAL ASSOCIATION, J.P.
MORGAN SECURITIES PLC, MIZUHO
CORPORATE BANK, LTD., DEUTSCHE BANK
AG, DB GROUP SERVICES UK LIMITED,
MIZUHO TRUST AND BANKING CO., LTD.,
THE SHOKO CHUKIN BANK, LTD., SHINKIN
CENTRAL BANK, THE BANK OF YOKOHAMA,
LTD., SOCIÉTÉ GÉNÉRALE SA, THE ROYAL
BANK OF SCOTLAND GROUP PLC, THE
ROYAL BANK OF SCOTLAND PLC, RBS
SECURITIES JAPAN LIMITED, RBS
SECURITIES INC., BARCLAYS BANK PLC,
BARCLAYS PLC, BARCLAYS CAPITAL INC.,
CITIBANK, NA, CITIGROUP, INC., CITIBANK,
JAPAN LTD., CITIGROUP GLOBAL MARKETS
JAPAN, INC., COÖPERATIEVE CENTRALE
RAIFFEISEN-BOERENLEENBANK B.A., HSBC
HOLDINGS PLC, HSBC BANK PLC, LLOYDS
BANKING GROUP PLC, LLOYDS BANK PLC,
ICAP PLC, ICAP EUROPE LIMITED, R.P.
MARTIN HOLDINGS LIMITED, MARTIN
BROKERS (UK) LTD., TULLETT PREBON PLC,
BANK OF AMERICA CORPORATION, BANK
OF AMERICA, N.A., MERRILL LYNCH
INTERNATIONAL, AND JOHN DOES NOS. 1-50,

Defendants.

No. 15-cv-05844-GBD

**DECLARATION OF
JOANNE BAGSHAW IN
SUPPORT OF DB GROUP
SERVICES (UK)
LIMITED'S MOTION TO
DISMISS FOR LACK OF
PERSONAL JURISDICTION**

I, Joanne Bagshaw, hereby declare:

1. I am Corporate Secretary of DB Group Services (UK) Limited ("DB Group Services"). I submit this declaration in further support of DB Group Services' motion to dismiss the above-captioned action for lack of personal jurisdiction. The facts stated herein are true based on my own personal knowledge, inquiries within DB Group Services and my review of records maintained in the regular course of business by DB Group Services.

2. DB Group Services is an indirectly held subsidiary of Deutsche Bank Aktiengesellschaft ("Deutsche Bank AG") incorporated under the laws of the United Kingdom.

3. DB Group Services' headquarters are located at 23 Great Winchester Street, London, United Kingdom, EC2P 2AX. DB Group Services' sole place of business is and has always been in the United Kingdom.

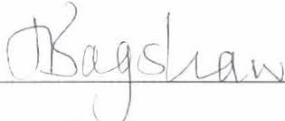
4. DB Group Services is a services company. DB Group Services' principal business is to supply the services of its employees to Deutsche Bank AG and its subsidiaries in the United Kingdom. As a services company, DB Group Services does not provide banking services or engage in the trading of financial instruments.

5. At all relevant times, DB Group Services was not a member of the panel of banks that submitted or contributed to the British Bankers' Association's Yen London Interbank Offered Rate or the Japanese Bankers Association's Euroyen Tokyo Interbank Offered Rate.

6. At all relevant times, DB Group Services did not have any operations in the United States.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 1 day of FEBRUARY 2016 in London, United Kingdom.



Joanne Bagshaw

